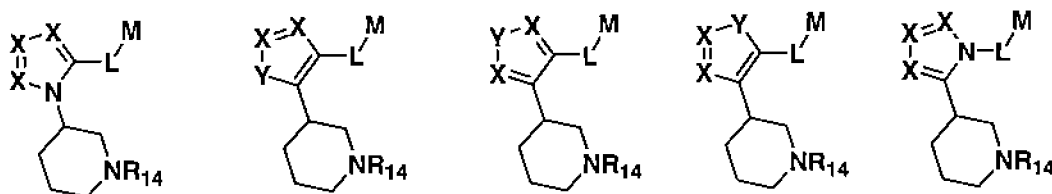


AMENDMENTS TO THE CLAIMS

This listing of claims will replace all prior versions and listings of claims in the application.

Listing Of Claims

1. (Withdrawn) A compound comprising a formula selected from the group consisting of:



wherein

each X is independently selected from the group consisting of CR₁₂ and N;

each Y is independently selected from the group consisting of O, S and NR₁₂;

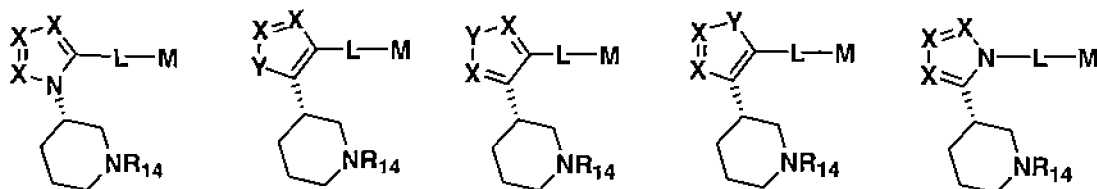
each R₁₂ is independently selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, thio, cyano, nitro, and a carbonyl group, each substituted or unsubstituted, with the proviso that R₁₂ is not halo, cyano, nitro, and thio in the case where the ring atom to which R₁₂ is bound is nitrogen;

R₁₄ is selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, and a carbonyl group, each substituted or unsubstituted;

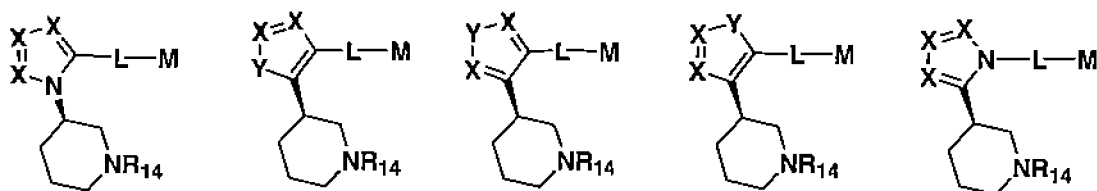
M is a substituent capable of complexing with a deacetylase catalytic site and/or a metal ion;
and

L is a substituent providing between 0-10 atoms separation between M and the ring.

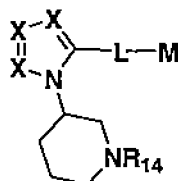
2. (Withdrawn) A compound according to claim 1, wherein the compound comprises a formula selected from the group consisting of



3. (Withdrawn) A compound according to claim 1, wherein the compound comprises a formula selected from the group consisting of

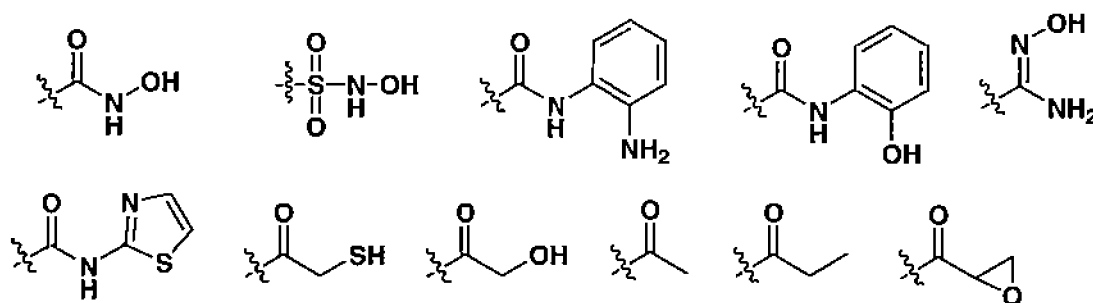


4. (Withdrawn) A compound according to claim 1, wherein the compound comprises the formula

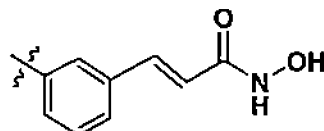


5. (Withdrawn) A compound according to claim 1, wherein R₁₄ comprises a member selected from the group consisting of hydrogen and a substituent that is convertible *in vivo* to hydrogen.
6. (Withdrawn) A compound according to claim 1, wherein R₁₄ is a substituted or unsubstituted C₁₋₆ alkyl.
7. (Withdrawn) A compound according to claim 1, wherein R₁₄ is a substituted or unsubstituted -C(O)C₁₋₆ alkyl.

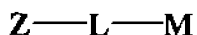
8. (Withdrawn) A compound according to claim 1, wherein R_{14} is selected from the group consisting of H, methyl, ethyl, propyl, isopropyl, butyl, acetyl, and BOC.
9. (Withdrawn) A compound according to claim 1, wherein M comprises a member selected from the group consisting of trifluoroacetyl ($-\text{C}(\text{O})-\text{CF}_3$), $-\text{NH}-\text{P}(\text{O})\text{OH}-\text{CH}_3$, sulfonamides ($-\text{SO}_2\text{NH}_2$), hydroxysulfonamides ($-\text{SO}_2\text{NHOH}$), thiols ($-\text{SH}$), and carbonyl groups having the formula $-\text{C}(\text{O})-\text{R}_{13}$ wherein R_{13} is hydroxylamino, hydroxyl, amino, alkylamino, or an alkoxy group.
10. (Withdrawn) A compound according to claim 1, wherein M is selected from the group consisting of:



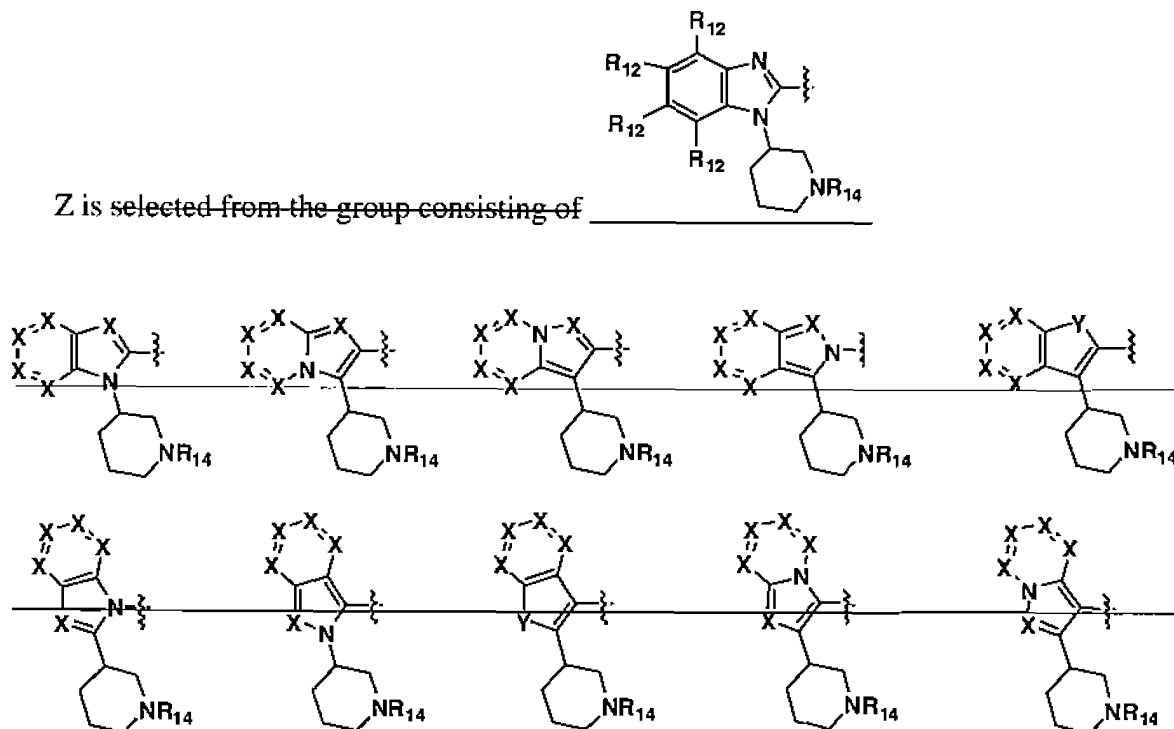
11. (Withdrawn) A compound according to claim 1, wherein M comprises a hydroxamic acid moiety.
12. (Withdrawn) A compound according to claim 1, wherein -L-M is



13. (Currently amended) A compound comprising the formula



wherein



wherein

~~each X is independently selected from the group consisting of CR₁₂ and N,~~

~~each Y is independently selected from the group consisting of O, S and NR₁₂;~~

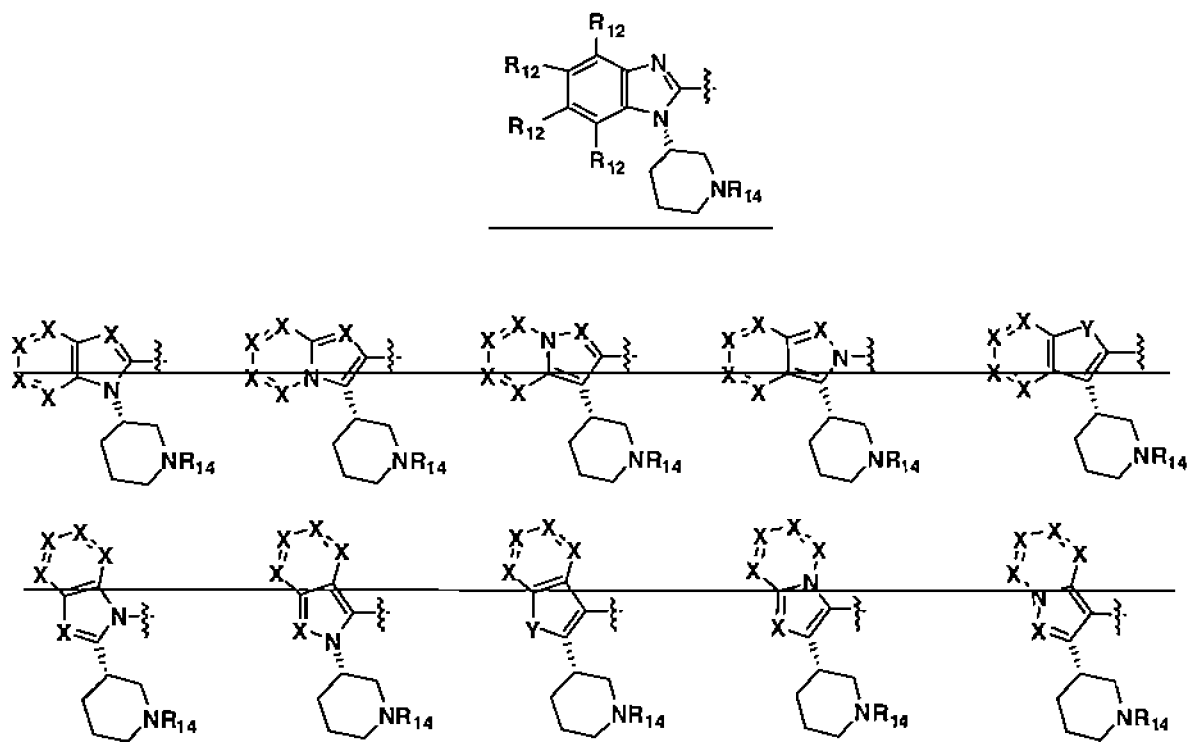
each R₁₂ is independently selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, thio, cyano, nitro, and a carbonyl group, each substituted or unsubstituted; ~~with the proviso that R₁₂ is not halo, cyano, nitro, and thio in the case where the ring atom to which R₁₂ is bound is nitrogen;~~

R₁₄ is selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, and a carbonyl group, each substituted or unsubstituted;

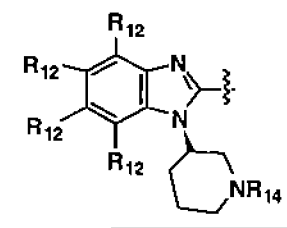
M is a substituent capable of complexing with a deacetylase catalytic site and/or a metal ion;
and

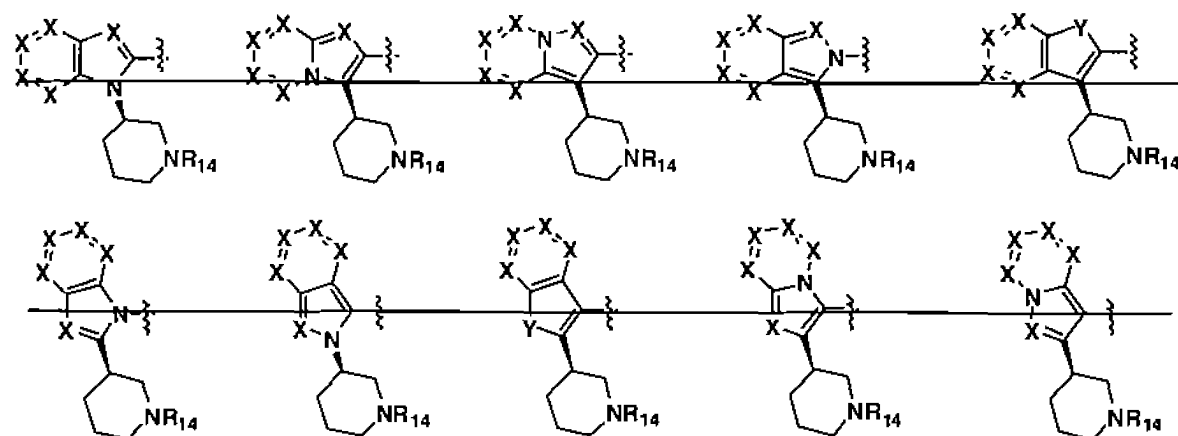
L is a substituent providing between 0-10 atoms separation between M and the ring.

14. (Currently amended) A compound according to claim 13, wherein ~~the compound~~
~~comprises a formula selected from the group consisting of~~ Z is:



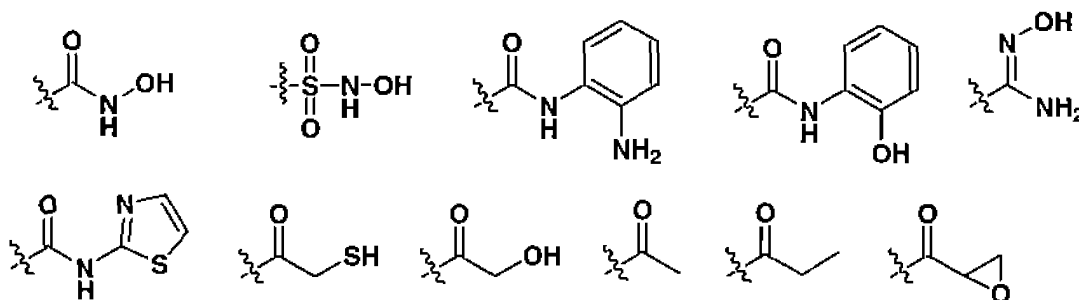
15. (Currently amended) A compound according to claim 13, wherein ~~the compound~~
~~comprises a formula selected from the group consisting of~~ Z is:





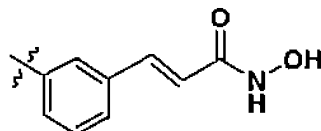
16. (Cancelled)
17. (Original) A compound according to claim 13, wherein R_{14} comprises a member selected from the group consisting of hydrogen and a substituent that is convertible *in vivo* to hydrogen.
18. (Original) A compound according to claim 13, wherein R_{14} is a substituted or unsubstituted C_{1-6} alkyl.
19. (Original) A compound according to claim 13, wherein R_{14} is a substituted or unsubstituted $-C(O)C_{1-6}$ alkyl.
20. (Original) A compound according to claim 13, wherein R_{14} is selected from the group consisting of H, methyl, ethyl, propyl, isopropyl, butyl, acetyl, and BOC.
21. (Original) A compound according to claim 13, wherein M comprises a member selected from the group consisting of trifluoroacetyl ($-C(O)-CF_3$), $-NH-P(O)OH-CH_3$, sulfonamides ($-SO_2NH_2$), hydroxysulfonamides ($-SO_2NHOH$), thiols ($-SH$), and carbonyl groups having the formula $-C(O)-R_{13}$ wherein R_{13} is hydroxylamino, hydroxyl, amino, alkylamino, or an alkoxy group.

22. (Original) A compound according to claim 13, wherein M is selected from the group consisting of:

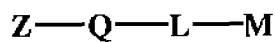


23. (Original) A compound according to claim 13, wherein M comprises a hydroxamic acid moiety.

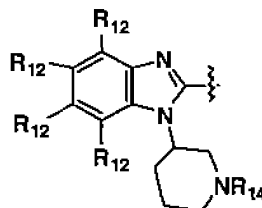
24. (Original) A compound according to claim 13, wherein -L-M is



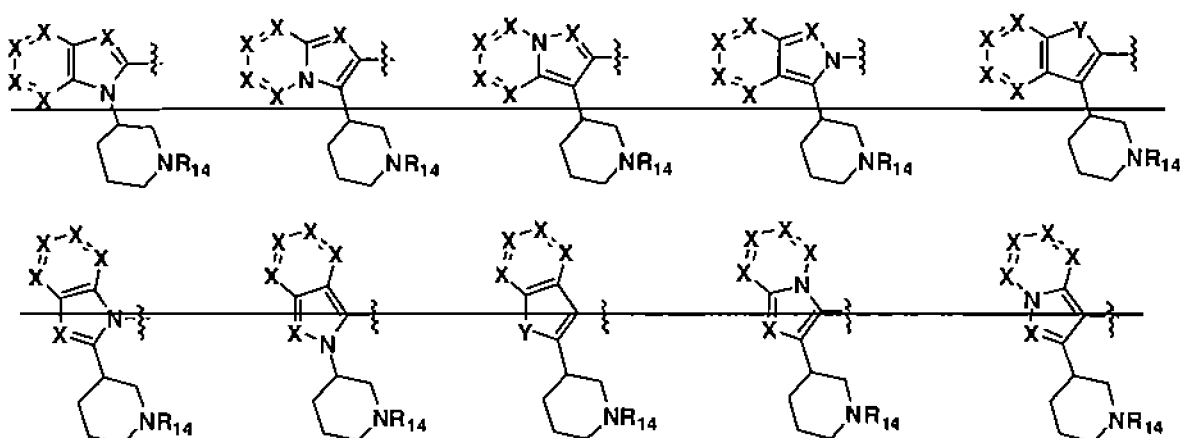
25. (Currently amended) A compound comprising the formula



wherein



Z is selected from the group consisting of _____



wherein

~~each X is independently selected from the group consisting of CR₁₂ and N;~~

~~each Y is independently selected from the group consisting of O, S and NR₁₂;~~

each R₁₂ is independently selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, thio, cyano, nitro, and a carbonyl group, each substituted or unsubstituted, with the proviso that R₁₂ is not halo, cyano, nitro, and thio in the case where the ring atom to which R₁₂ is bound is nitrogen;

R₁₄ is selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, and a carbonyl group, each substituted or unsubstituted;

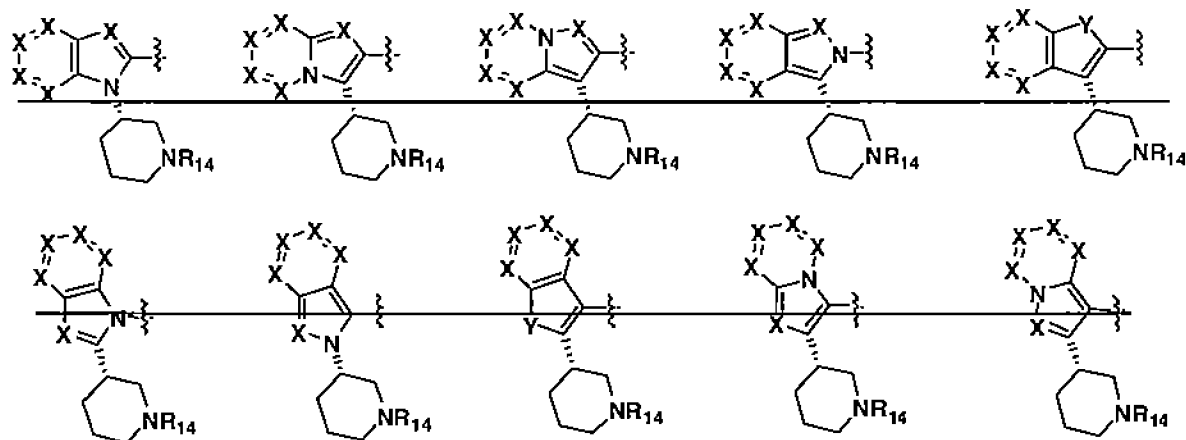
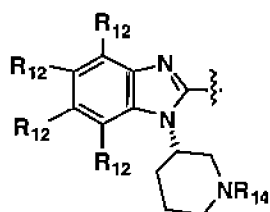
Q is a substituted or unsubstituted aromatic ring;

M is a substituent capable of complexing with a deacetylase catalytic site and/or a metal ion;

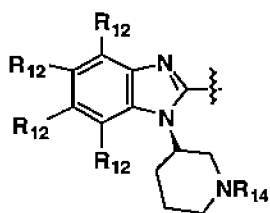
and

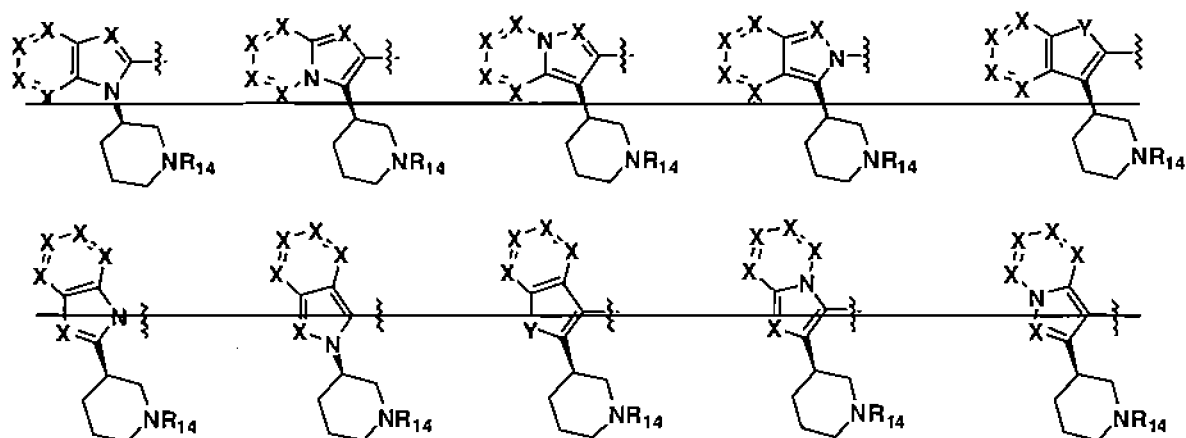
L is a substituent providing between 0-10 atoms separation between the M substituent and the Q substituent.

26. (Currently amended) A compound according to claim 25, ~~wherein the compound comprises a formula selected from the group consisting of Z is:~~



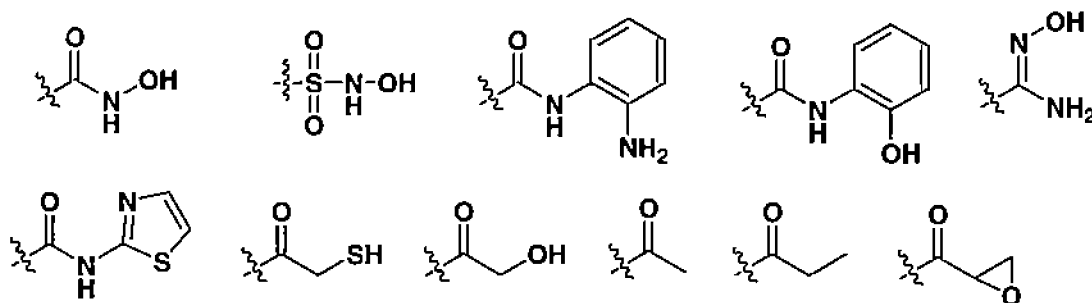
27. (Currently amended) A compound according to claim 25, wherein ~~the compound~~ comprises a formula selected from the group consisting of Z is:





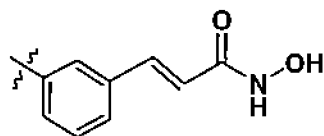
28. (Cancelled)
29. (Currently amended) A compound according to claim ~~[[28]]~~ 25, wherein R₁₄ comprises a member selected from the group consisting of hydrogen and a substituent that is convertible *in vivo* to hydrogen.
30. (Currently amended) A compound according to claim ~~[[28]]~~ 25, wherein R₁₄ is a substituted or unsubstituted C₁₋₆ alkyl.
31. (Currently amended) A compound according to claim ~~[[28]]~~ 25, wherein R₁₄ is a substituted or unsubstituted -C(O)C₁₋₆ alkyl.
32. (Currently amended) A compound according to claim ~~[[28]]~~ 25, wherein R₁₄ is selected from the group consisting of H, methyl, ethyl, propyl, isopropyl, butyl, acetyl, and BOC.
33. (Original) A compound of claim 25, wherein Q is a substituted or unsubstituted phenyl ring.
34. (Original) A compound of claim 25, wherein Q is a substituted or unsubstituted heteroaryl.

35. (Original) A compound of claim 25, wherein Q is a substituted or unsubstituted heteroaryl selected from the group consisting of furan, thiophene, pyrrole, pyrazole, triazole, isoxazole, oxazole, thiazole, isothiazole, oxadiazole, pyridine, pyridazine, pyrimidine, pyrazine, triazine, benzofuran, isobenzofuran, benzothiophene, isobenzothiophene, indole, isobenzazole, quinoline, isoquinoline, cinnoline, quinazoline, naphthyridine, pyridopyridine, quinoxaline, phthalazine, benthiazole, and triazine.
36. (Cancelled)
37. (Currently amended) A compound according to claim 25, wherein at least one of the $[[X]]R_{12}$ substituents in the six membered ring is $[-CF]$ fluoro.
38. (Original) A compound according to claim 25, wherein M comprises a member selected from the group consisting of trifluoroacetyl ($-C(O)-CF_3$), $-NH-P(O)OH-CH_3$, sulfonamides ($-SO_2NH_2$), hydroxysulfonamides ($-SO_2NHOH$), thiols ($-SH$), and carbonyl groups having the formula $-C(O)-R_{13}$ wherein R_{13} is hydroxylamino, hydroxyl, amino, alkylamino, or an alkoxy group.
39. (Original) A compound according to claim 25, wherein M is selected from the group consisting of:

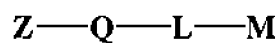


40. (Original) A compound according to claim 25, wherein M comprises a hydroxamic acid moiety.

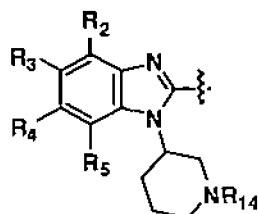
41. (Original) A compound according to claim 25, wherein -Q-L-M is



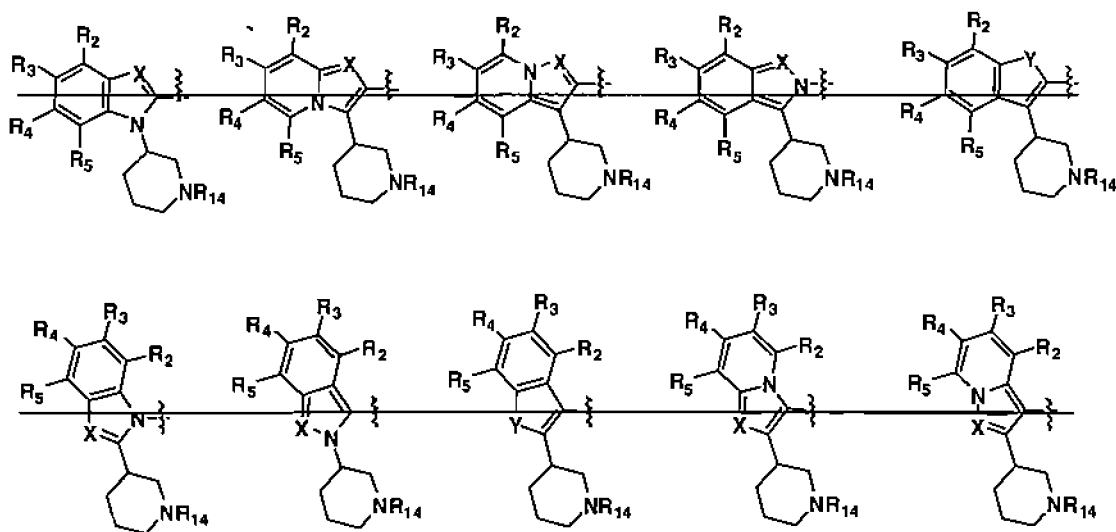
42. (Currently amended) A compound comprising the formula

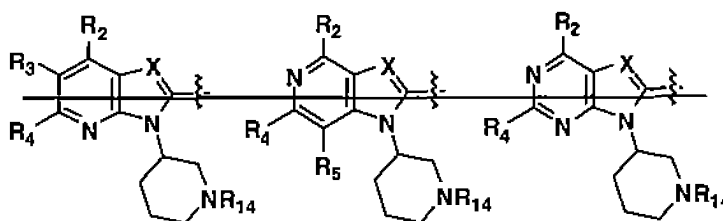


wherein



Z is selected from the group consisting of: _____





wherein

~~each X is independently selected from the group consisting of CR₁₂ and N;~~

~~each Y is independently selected from the group consisting of O, S and NR₁₂;~~

R₂, R₃, R₄ and R₅ are each independently selected from the group consisting of hydrogen, halo, (C₁₋₁₀)alkyl, (C₁₋₁₀)alkoxy, (C₅₋₁₂)aryl, hetero(C₂₋₁₀)aryl, aminosulfonyl, (C₁₋₁₀)alkylsulfonyl, (C₅₋₁₂)arylsulfonyl, hetero(C₂₋₁₀)arylsulfonyl, (C₅₋₁₂)aryloxy, hetero(C₂₋₁₀)aryloxy, (C₅₋₁₂)arylalkyl, hetero(C₂₋₁₀)arylalkyl, amino, thio, cyano, nitro, and a carbonyl group, each substituted or unsubstituted;

~~each R₁₂ is independently selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, thio, cyano, nitro, and a carbonyl group, each substituted or unsubstituted, with the proviso that R₁₂ is not halo, cyano, nitro, and thio in the case where the ring atom to which R₁₂ is bound is nitrogen;~~

R₁₄ is selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, and a carbonyl group, each substituted or unsubstituted; M is a substituent capable of complexing with a deacetylase catalytic site and/or a metal ion; and

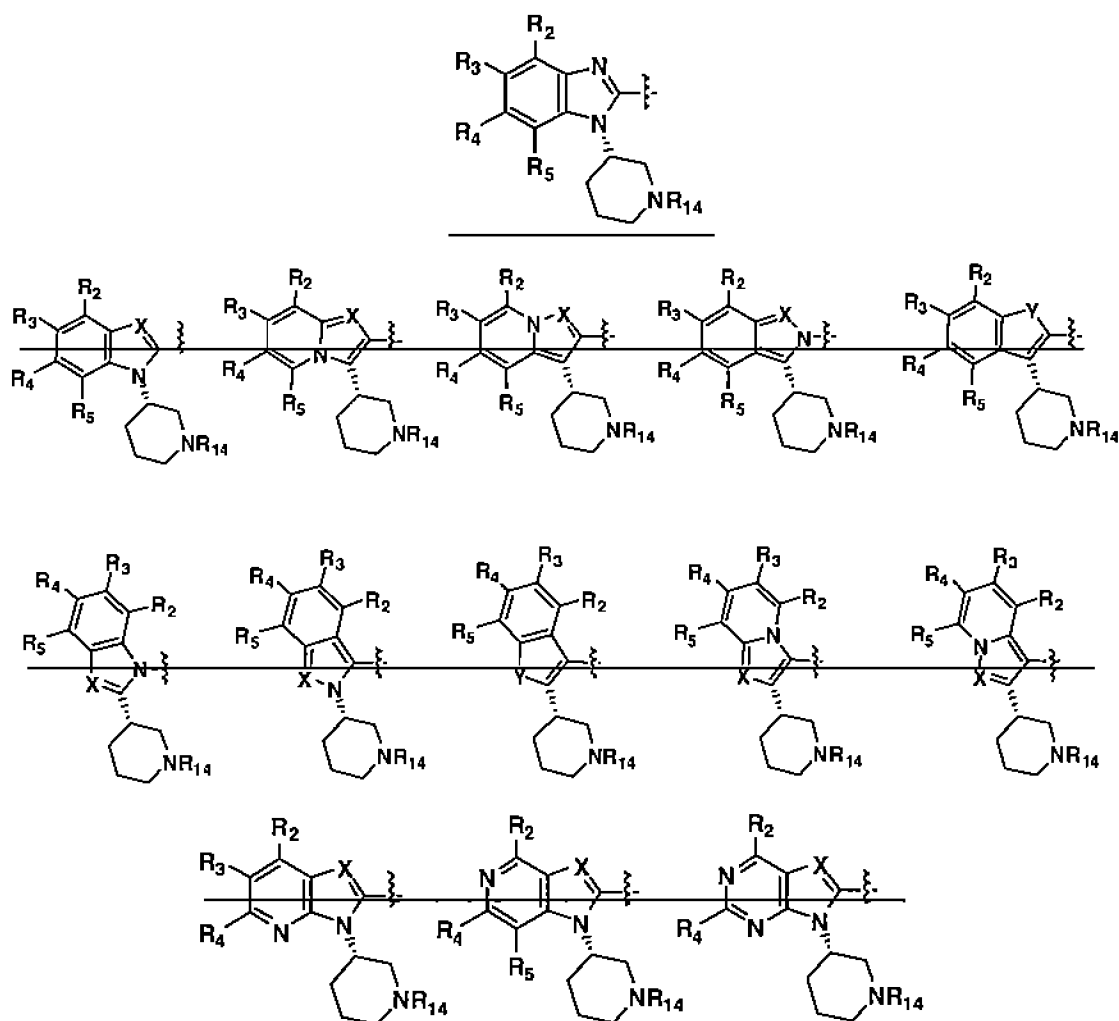
Q is a substituted or unsubstituted aromatic ring;

M is a substituent capable of complexing with a deacetylase catalytic site and/or a metal ion;

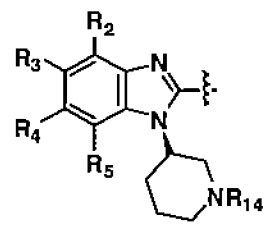
and

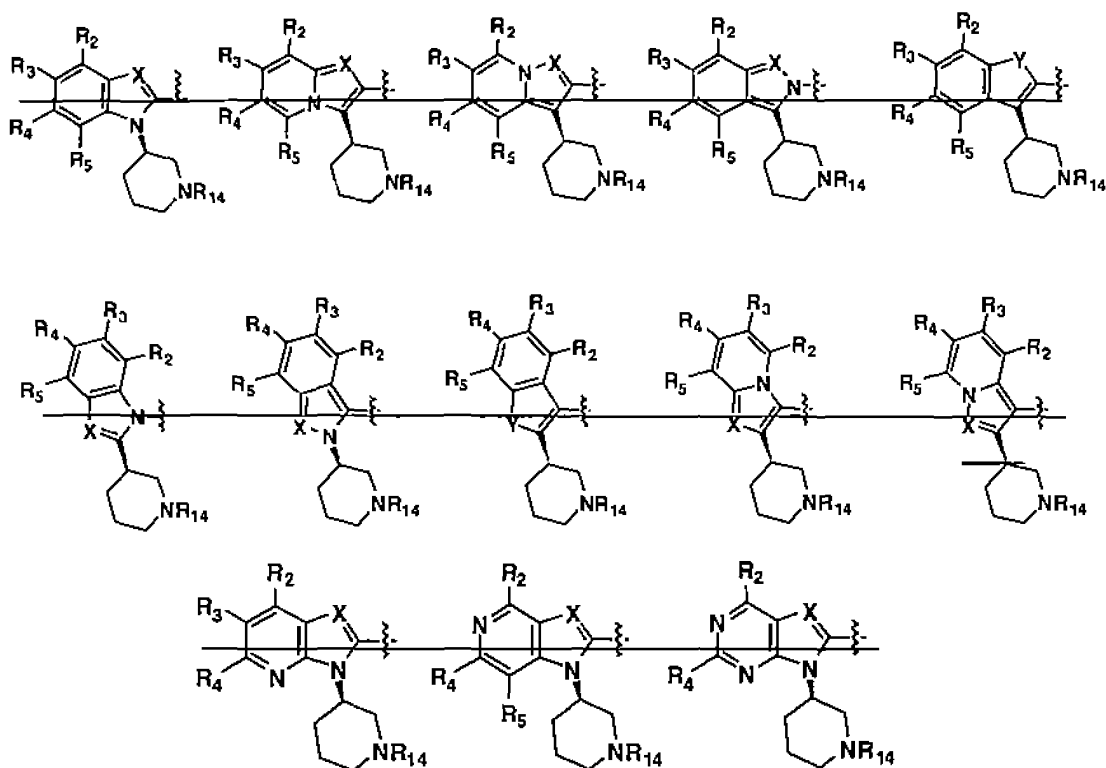
L is a substituent providing between 0-10 atoms separation between the M substituent and the Q substituent.

43. (Currently Amended) A compound according to claim 42, wherein ~~the compound~~ comprises a formula selected from the group consisting of Z is:



44. (Currently Amended) A compound according to claim 42, wherein the compound comprises a formula selected from the group consisting of Z is:



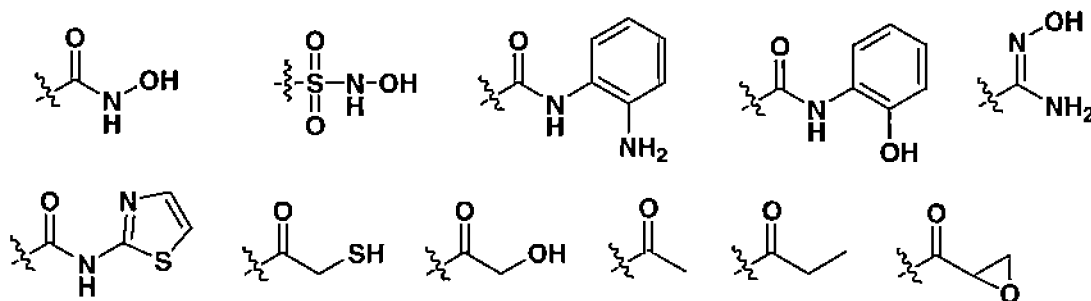


45. (Cancelled)
46. (Original) A compound according to claim 42, wherein R₁₄ comprises a member selected from the group consisting of hydrogen and a substituent that is convertible *in vivo* to hydrogen.
47. (Original) A compound according to claim 42, wherein R₁₄ is a substituted or unsubstituted C₁₋₆ alkyl.
48. (Original) A compound according to claim 42, wherein R₁₄ is a substituted or unsubstituted -C(O)C₁₋₆ alkyl.
49. (Original) A compound according to claim 42, wherein R₁₄ is selected from the group consisting of H, methyl, ethyl, propyl, isopropyl, butyl, acetyl, and BOC.

50. (Currently amended) A compound according to claim 42, wherein at least one of R_2 , R_3 , R_4 , or R_5 is ~~fluorine~~ fluoro.

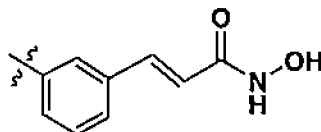
51. (Original) A compound according to claim 42, wherein M comprises a member selected from the group consisting of trifluoroacetyl ($-\text{C}(\text{O})-\text{CF}_3$), $-\text{NH}-\text{P}(\text{O})\text{OH}-\text{CH}_3$, sulfonamides ($-\text{SO}_2\text{NH}_2$), hydroxysulfonamides ($-\text{SO}_2\text{NHOH}$), thiols ($-\text{SH}$), and carbonyl groups having the formula $-\text{C}(\text{O})-\text{R}_{13}$ wherein R_{13} is hydroxylamino, hydroxyl, amino, alkylamino, or an alkoxy group.

52. (Original) A compound according to claim 42, wherein M is selected from the group consisting of:

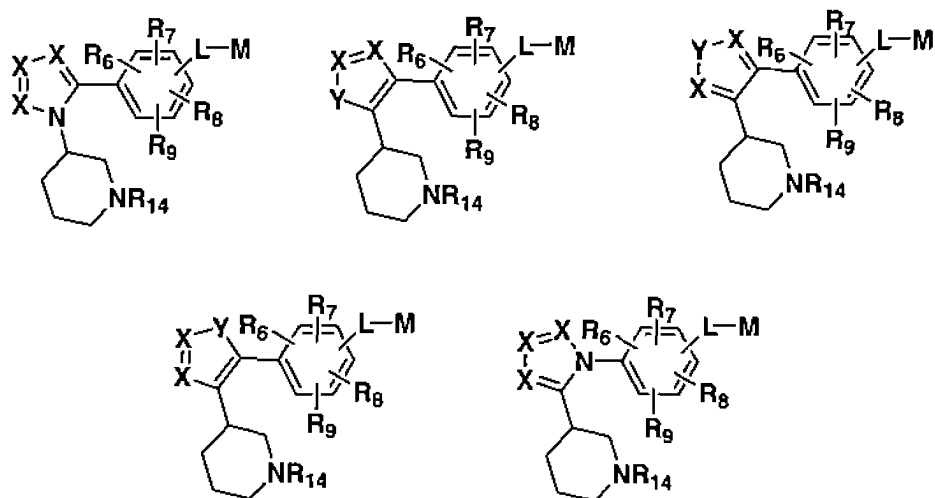


53. (Original) A compound according to claim 42, wherein M comprises a hydroxamic acid moiety.

54. (Original) A compound according to claim 42, wherein $-\text{Q}-\text{L}-\text{M}$ is



55. (Withdrawn) A compound comprising a formula selected from the group consisting of:



wherein

each X is independently selected from the group consisting of CR₁₂ and N;

each Y is independently selected from the group consisting of O, S and NR₁₂;

R₆, R₇, R₈, and R₉ are each independently selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, thio, cyano, nitro, and a carbonyl group, each substituted or unsubstituted;

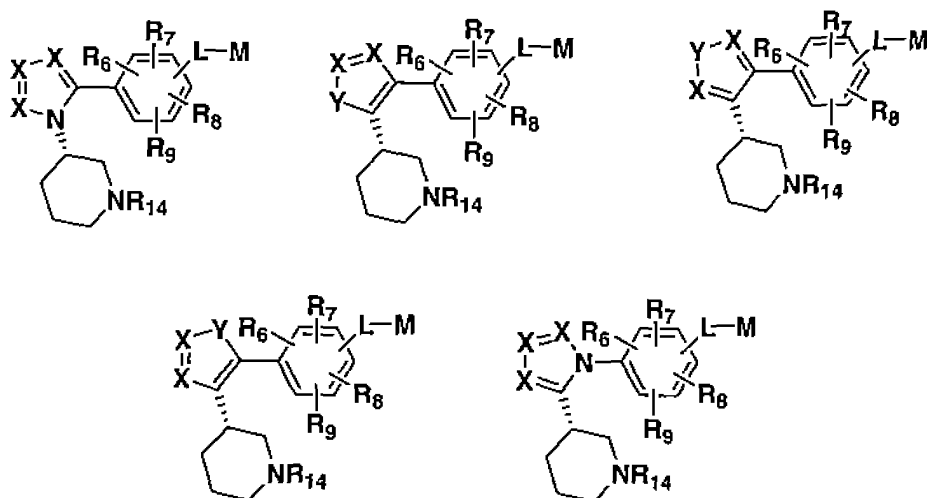
each R₁₂ is independently selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, thio, cyano, nitro, and a carbonyl group, each substituted or unsubstituted, with the proviso that R₁₂ is not halo, cyano, nitro, and thio in the case where the ring atom to which R₁₂ is bound is nitrogen;

R₁₄ is selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, and a carbonyl group, each substituted or unsubstituted;

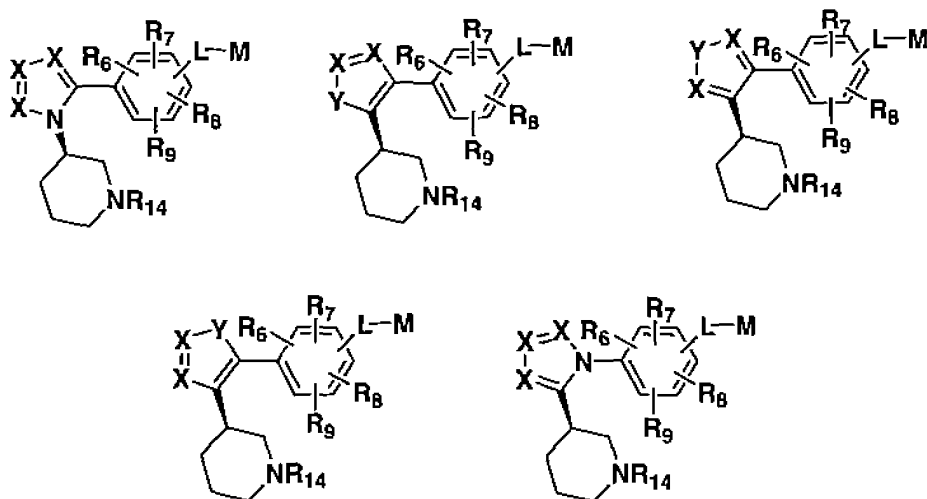
M is a substituent capable of complexing with a deacetylase catalytic site and/or a metal ion;
and

L is a substituent providing between 0-10 atoms separation between the M substituent and the ring.

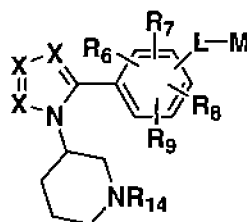
56. (Withdrawn) A compound according to claim 55, wherein the compound comprises a formula selected from the group consisting of



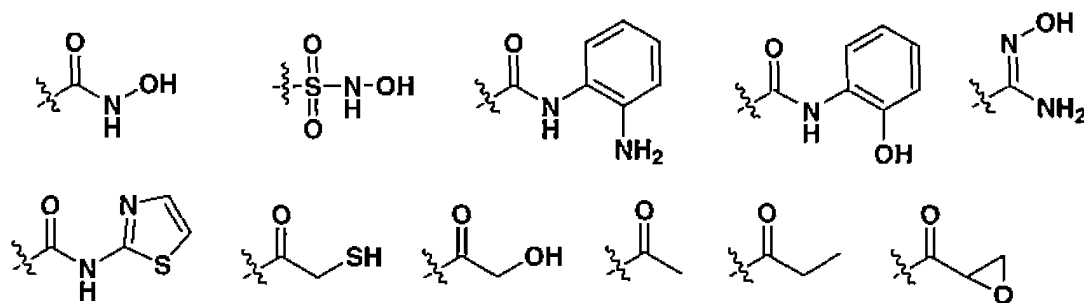
57. (Withdrawn) A compound according to claim 55, wherein the compound comprises a formula selected from the group consisting of



58. (Withdrawn) A compound according to claim 55, wherein the compound comprises the formula

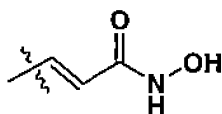


59. (Withdrawn) A compound according to claim 55, wherein R_{14} comprises a member selected from the group consisting of hydrogen and a substituent that is convertible *in vivo* to hydrogen.
60. (Withdrawn) A compound according to claim 55, wherein R_{14} is a substituted or unsubstituted C_{1-6} alkyl.
61. (Withdrawn) A compound according to claim 55, wherein R_{14} is a substituted or unsubstituted $-C(O)C_{1-6}$ alkyl.
62. (Withdrawn) A compound according to claim 55, wherein R_{14} is selected from the group consisting of H, methyl, ethyl, propyl, isopropyl, butyl, acetyl, and BOC.
63. (Withdrawn) A compound according to claim 55, wherein at least one of R_6 , R_7 , R_8 , and R_9 is fluorine.
64. (Withdrawn) A compound according to claim 55, wherein M comprises a member selected from the group consisting of trifluoroacetyl ($-C(O)-CF_3$), $-NH-P(O)OH-CH_3$, sulfonamides ($-SO_2NH_2$), hydroxysulfonamides ($-SO_2NHOH$), thiols ($-SH$), and carbonyl groups having the formula $-C(O)-R_{13}$ wherein R_{13} is hydroxylamino, hydroxyl, amino, alkylamino, or an alkoxy group.
65. (Withdrawn) A compound according to claim 55, wherein M is selected from the group consisting of:

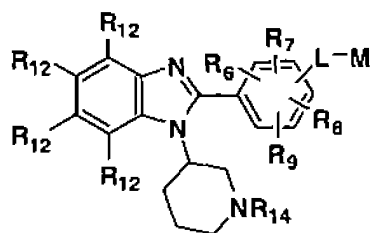


66. (Withdrawn) A compound according to claim 55, wherein M comprises a hydroxamic acid moiety.

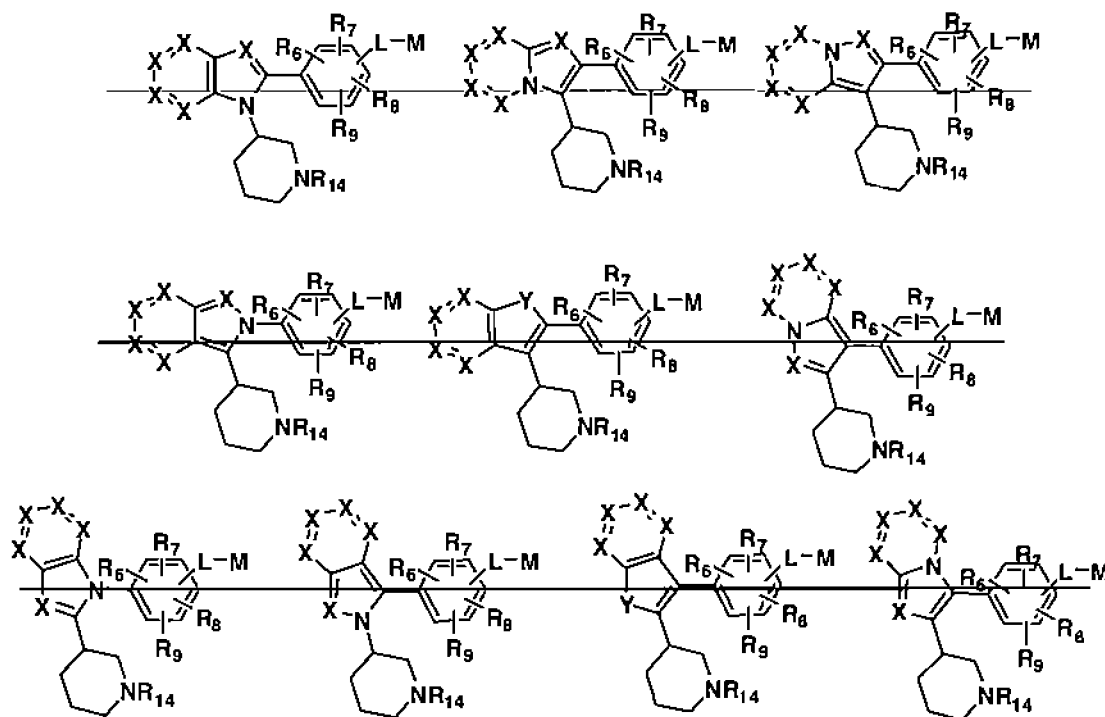
67. (Withdrawn) A compound according to claim 55, wherein -L-M is



68. (Currently amended) A compound comprising a formula ~~selected from the group~~



~~consisting of:~~



wherein

each X is independently selected from the group consisting of CR₁₂ and N;

each Y is independently selected from the group consisting of O, S and NR₁₂;

R₆, R₇, R₈, and R₉ are each independently selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, thio, cyano, nitro, and a carbonyl group, each substituted or unsubstituted;

each R₁₂ is independently selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, thio, cyano, nitro, and a carbonyl group, each substituted or unsubstituted, with the proviso that R₁₂ is not halo, cyano, nitro, and thio in the case where the ring atom to which R₁₂ is bound is nitrogen;

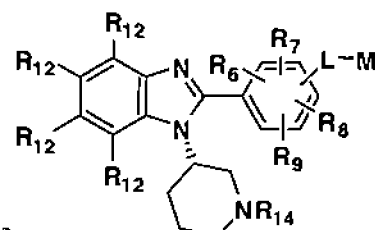
R₁₄ is selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, and a carbonyl group, each substituted or unsubstituted;

M is a substituent capable of complexing with a deacetylase catalytic site and/or a metal ion;

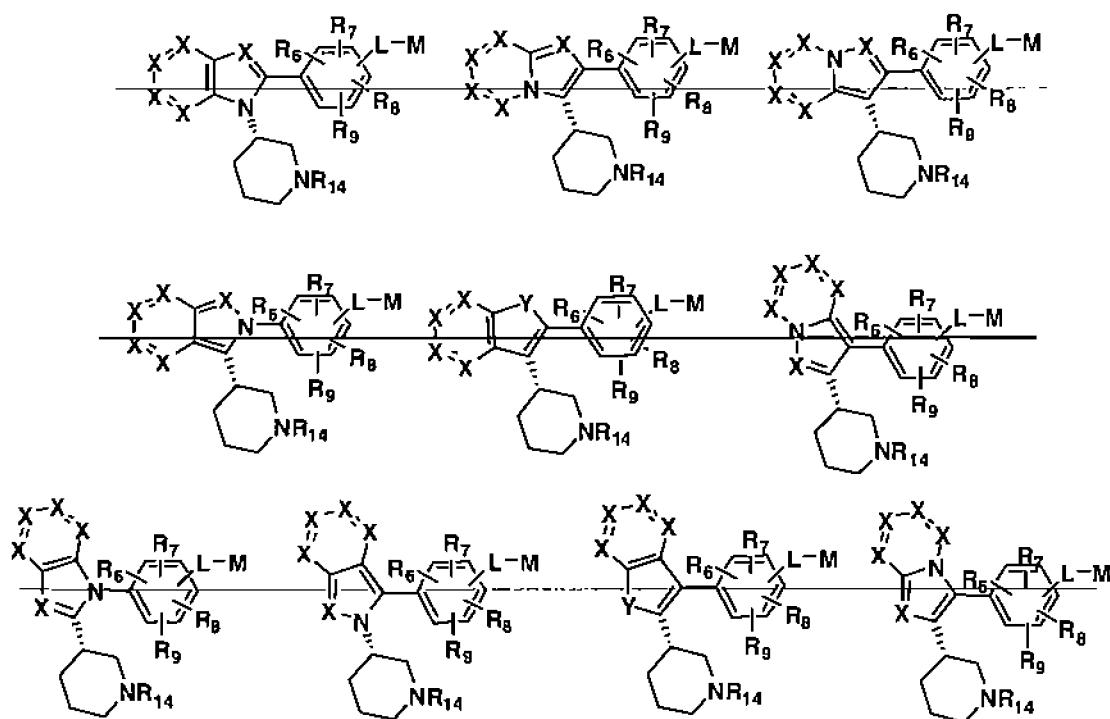
and

L is a substituent providing between 0-10 atoms separation between the M substituent and the ring.

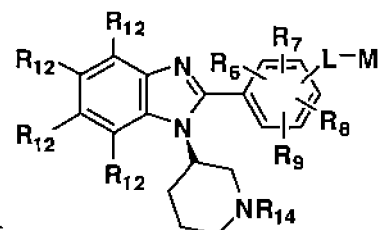
69. (Currently Amended) A compound according to claim 68, wherein the compound



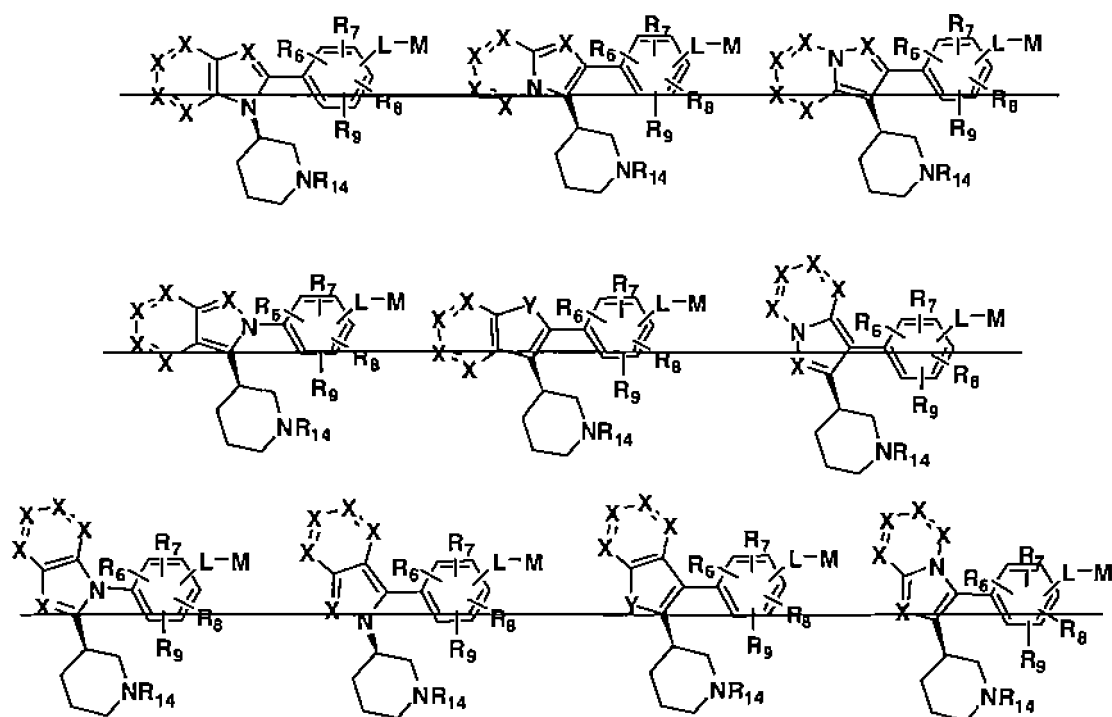
comprises a formula selected from the group consisting of _____



70. (Currently Amended) A compound according to claim 68, wherein the compound

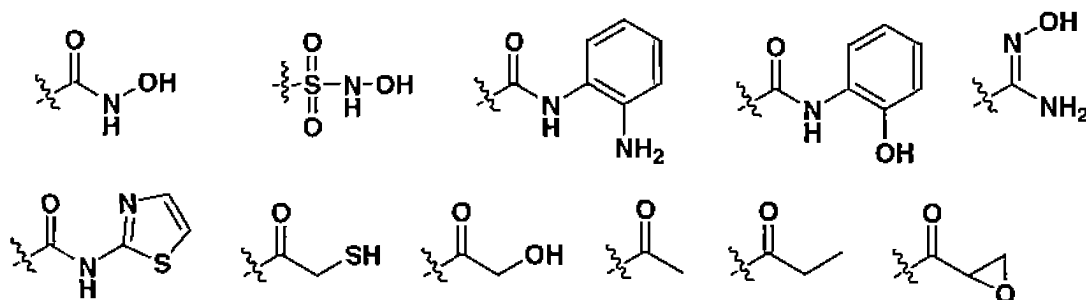


comprises a formula selected from the group consisting of

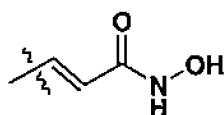


71. (Cancelled)
72. (Original) A compound according to claim 68, wherein R_{14} comprises a member selected from the group consisting of hydrogen and a substituent that is convertible *in vivo* to hydrogen.
73. (Original) A compound according to claim 68, wherein R_{14} is a substituted or unsubstituted C_{1-6} alkyl.

74. (Original) A compound according to claim 68, wherein R_{14} is a substituted or unsubstituted $-C(O)C_{1-6}$ alkyl.
75. (Original) A compound according to claim 68, wherein R_{14} is selected from the group consisting of H, methyl, ethyl, propyl, isopropyl, butyl, acetyl, and BOC.
76. (Original) A compound according to claim 68, wherein M comprises a member selected from the group consisting of trifluoroacetyl ($-C(O)-CF_3$), $-NH-P(O)OH-CH_3$, sulfonamides ($-SO_2NH_2$), hydroxysulfonamides ($-SO_2NHOH$), thiols ($-SH$), and carbonyl groups having the formula $-C(O)-R_{13}$ wherein R_{13} is hydroxylamino, hydroxyl, amino, alkylamino, or an alkoxy group.
77. (Original) A compound according to claim 68, wherein M is selected from the group consisting of:



78. (Original) A compound according to claim 68, wherein M comprises a hydroxamic acid moiety.
79. (Original) A compound according to claim 68, wherein $-L-M$ is

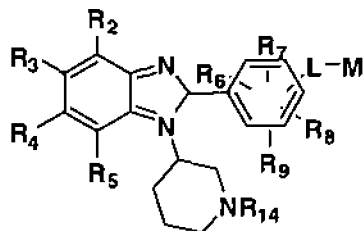


80. (Currently amended) A compound according to claim 68, wherein at least one of R₆, R₇, R₈, and R₉ is ~~fluorine~~ fluoro.

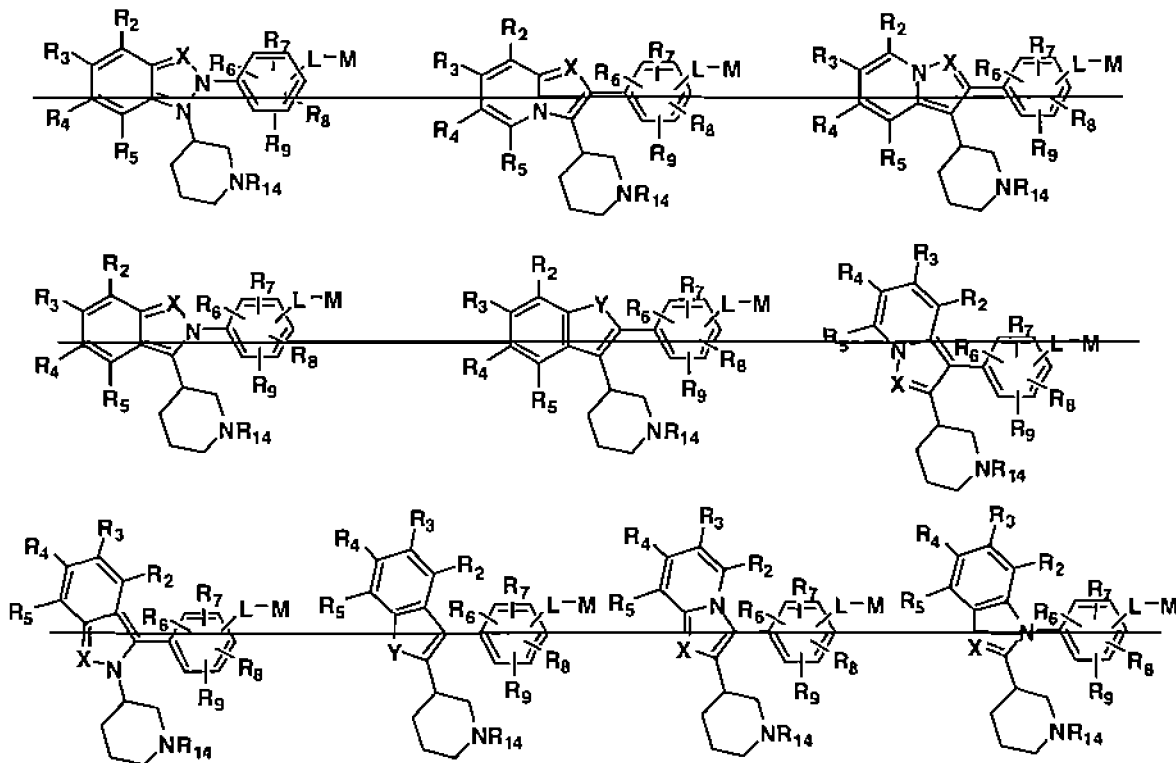
81. (Cancelled)

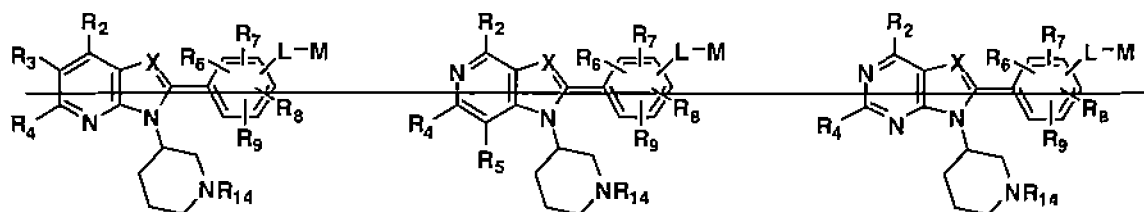
82. (Currently amended) A compound according to claim 68, wherein at least one of the [[X]] R₁₂ substituents in the six membered ring is [[-CF]] fluoro.

83. (Currently amended) A compound comprising a formula ~~selected from the group~~



consisting of:-





wherein

~~each X is independently selected from the group consisting of CR₁₂ and N;~~

~~each Y is independently selected from the group consisting of O, S and NR₁₂;~~

R₂, R₃, R₄, and R₅, R₆, R₇, R₈, and R₉ are each independently selected from the group consisting of hydrogen, halo, (C₁₋₁₀)alkyl, (C₁₋₁₀)alkoxy, (C₅₋₁₂)aryl, hetero(C₂₋₁₀)aryl, aminosulfonyl, (C₁₋₁₀)alkylsulfonyl, (C₅₋₁₂)arylsulfonyl, hetero(C₂₋₁₀)arylsulfonyl, (C₅₋₁₂)aryloxy, hetero(C₂₋₁₀)aryloxy, (C₅₋₁₂)arylalkyl, hetero(C₂₋₁₀)arylalkyl, amino, thio, cyano, nitro, and a carbonyl group, each substituted or unsubstituted;

R₆, R₇, R₈, and R₉ are each independently selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, thio, cyano, nitro, and a carbonyl group, each substituted or unsubstituted;

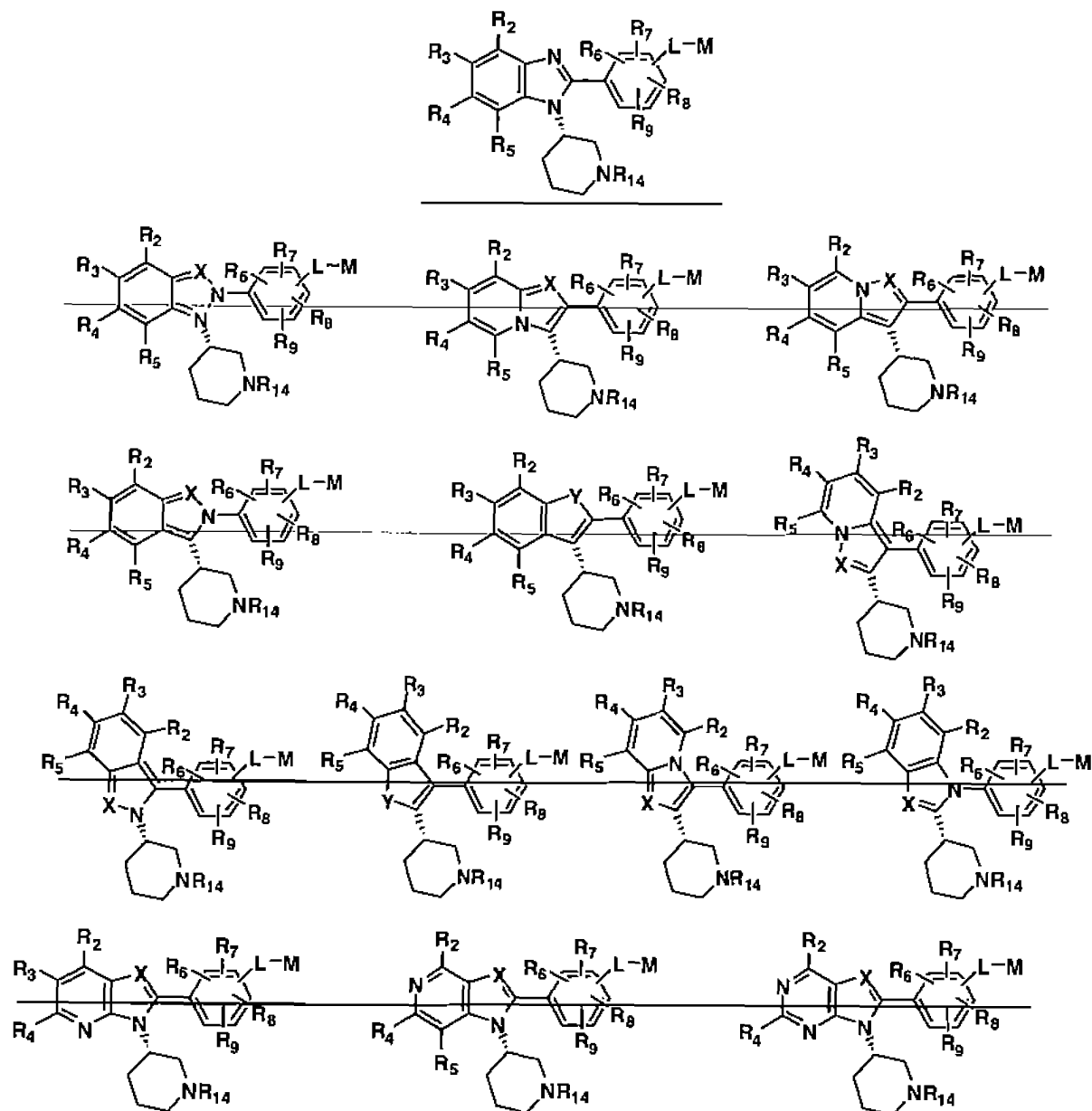
~~each R₁₂ is independently selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, thio, cyano, nitro, and a carbonyl group, each substituted or unsubstituted, with the proviso that R₁₂ is not halo, cyano, nitro, and thio in the case where the ring atom to which R₁₂ is bound is nitrogen;~~

R₁₄ is selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, and a carbonyl group, each substituted or unsubstituted;

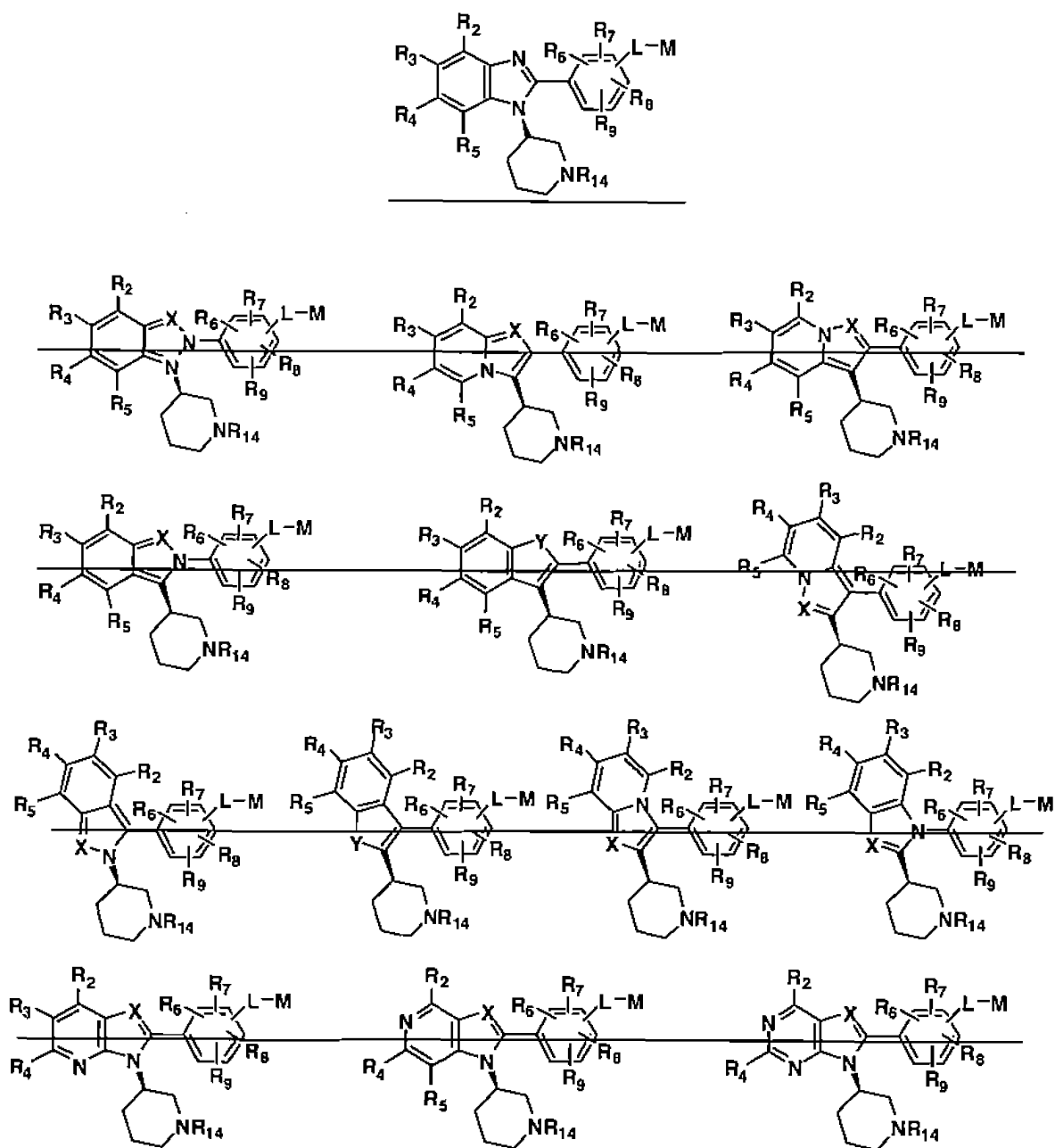
M is a substituent capable of complexing with a deacetylase catalytic site and/or a metal ion;
and

L is a substituent providing between 0-10 atoms separation between the M substituent and the ring.

84. (Currently amended) A compound according to claim 83, wherein the compound comprises a formula ~~selected from the group consisting of~~

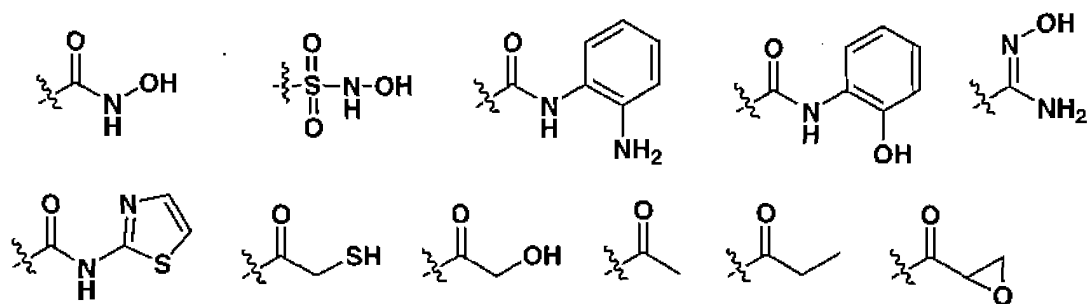


85. (Currently amended) A compound according to claim 83, wherein the compound comprises a formula ~~selected from the group consisting of~~



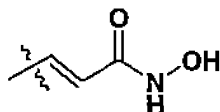
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87. (Original) A compound according to claim 83, wherein R_{14} comprises a member selected from the group consisting of hydrogen and a substituent that is convertible *in vivo* to hydrogen.
88. (Original) A compound according to claim 83, wherein R_{14} is a substituted or unsubstituted C_{1-6} alkyl.
89. (Original) A compound according to claim 83, wherein R_{14} is a substituted or unsubstituted $-C(O)C_{1-6}$ alkyl.
90. (Original) A compound according to claim 83, wherein R_{14} is selected from the group consisting of H, methyl, ethyl, propyl, isopropyl, butyl, acetyl, and BOC.
91. (Currently amended) A compound according to claim 83, wherein at least one of R_2 , R_3 , R_4 , or R_5 is ~~fluorine~~ fluoro.
92. (Currently amended) A compound according to claim 83, wherein at least one of R_6 , R_7 , R_8 , and R_9 is ~~fluorine~~ fluoro.
93. (Original) A compound according to claim 83, wherein M comprises a member selected from the group consisting of trifluoroacetyl ($-C(O)-CF_3$), $-NH-P(O)OH-CH_3$, sulfonamides ($-SO_2NH_2$), hydroxysulfonamides ($-SO_2NHOH$), thiols ($-SH$), and carbonyl groups having the formula $-C(O)-R_{13}$ wherein R_{13} is hydroxylamino, hydroxyl, amino, alkylamino, or an alkoxy group.
94. (Original) A compound according to claim 83, wherein M is selected from the group consisting of:



95. (Original) A compound according to claim 83, wherein M comprises a hydroxamic acid moiety.

96. (Original) A compound according to claim 83, wherein -L-M is

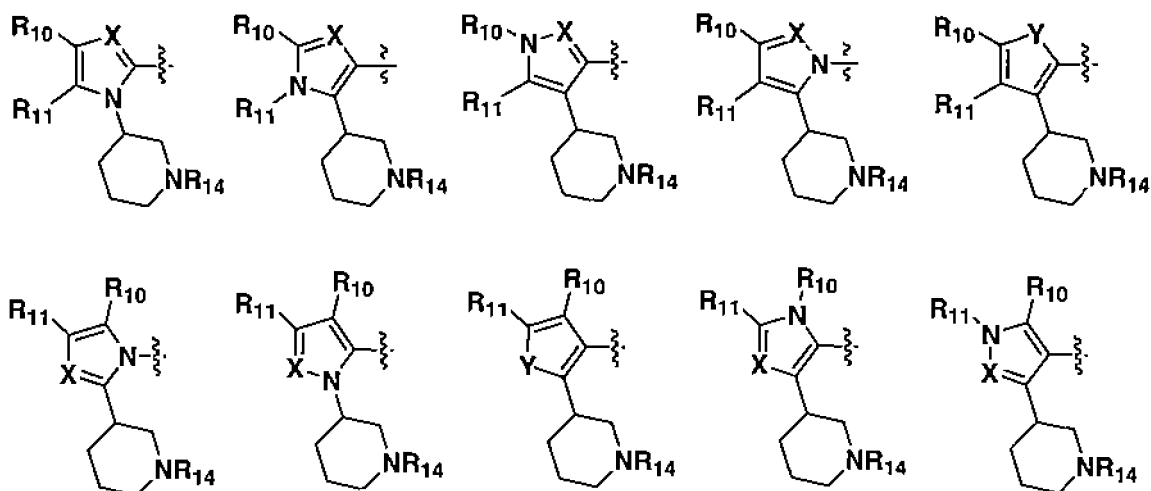


97. (Withdrawn) A compound comprising the formula



wherein

Z is selected from the group consisting of



wherein

each X is independently selected from the group consisting of CR₁₂ and N;

each Y is independently selected from the group consisting of O, S and NR₁₂;

R₁₀ and R₁₁ are taken together to form a substituted or unsubstituted aromatic ring;

each R₁₂ is independently selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, thio, cyano, nitro, and a carbonyl group, each substituted or unsubstituted, with the proviso that R₁₂ is not halo, cyano, nitro, and thio in the case where the ring atom to which R₁₂ is bound is nitrogen;

R₁₄ is selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, and a carbonyl group, each substituted or unsubstituted;

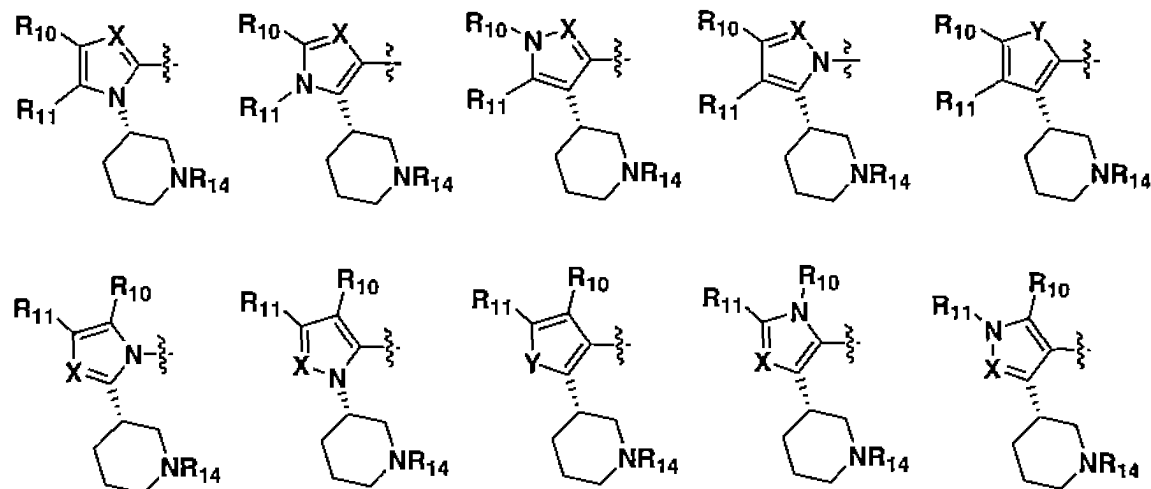
Q is a substituted or unsubstituted aromatic ring;

M is a substituent capable of complexing with a deacetylase catalytic site and/or a metal ion;

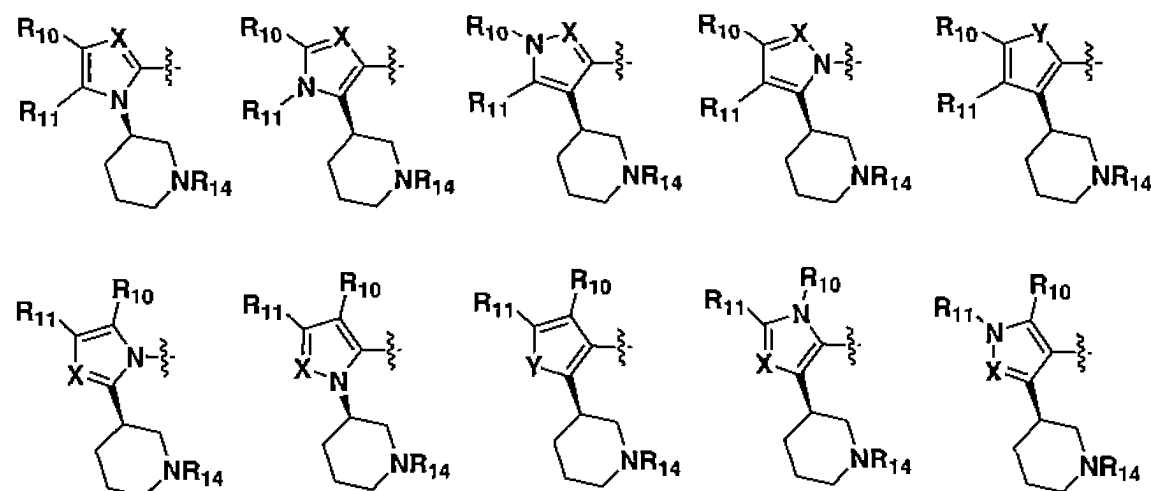
and

L is a substituent providing between 0-10 atoms separation between the M substituent and the Q substituent.

98. (Withdrawn) A compound according to claim 97, wherein the compound comprises a formula selected from the group consisting of

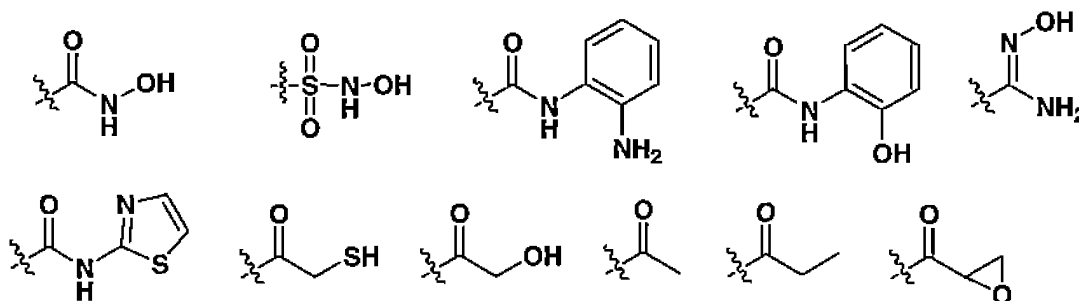


99. (Withdrawn) A compound according to claim 97, wherein the compound comprises a formula selected from the group consisting of



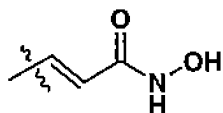
100. (Withdrawn) A compound according to claim 97, wherein R_{14} comprises a member selected from the group consisting of hydrogen and a substituent that is convertible *in vivo* to hydrogen.
101. (Withdrawn) A compound according to claim 97, wherein R_{14} is a substituted or unsubstituted C_{1-6} alkyl.

102. (Withdrawn) A compound according to claim 97, wherein R_{14} is a substituted or unsubstituted $-C(O)C_{1-6}$ alkyl.
103. (Withdrawn) A compound according to claim 97, wherein R_{14} is selected from the group consisting of H, methyl, ethyl, propyl, isopropyl, butyl, acetyl, and BOC.
104. (Withdrawn) A compound according to claim 97, wherein the substituted or unsubstituted aromatic ring formed when R_{10} and R_{11} are taken together is selected from the group consisting of substituted or unsubstituted aryl and heteroaryl.
105. (Withdrawn) A compound according to claim 97, wherein M comprises a member selected from the group consisting of trifluoroacetyl ($-C(O)-CF_3$), $-NH-P(O)OH-CH_3$, sulfonamides ($-SO_2NH_2$), hydroxysulfonamides ($-SO_2NHOH$), thiols ($-SH$), and carbonyl groups having the formula $-C(O)-R_{13}$ wherein R_{13} is hydroxylamino, hydroxyl, amino, alkylamino, or an alkoxy group.
106. (Withdrawn) A compound according to claim 97, wherein M is selected from the group consisting of:

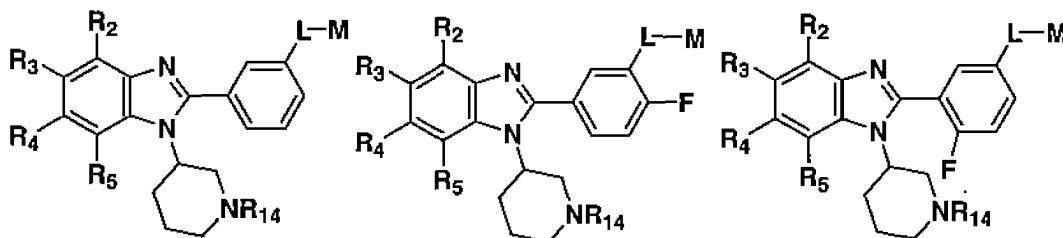


107. (Withdrawn) A compound according to claim 97, wherein M comprises a hydroxamic acid moiety.

108. (Withdrawn) A compound according to claim 97, wherein -L-M is



109. (Original) A compound comprising the formula



wherein

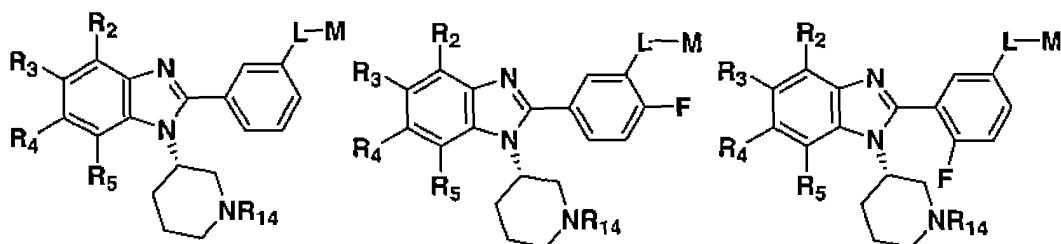
R_2 , R_3 , R_4 , and R_5 are each independently selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, thio, cyano, nitro, and a carbonyl group, each substituted or unsubstituted;

R_{14} is selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, and a carbonyl group, each substituted or unsubstituted;

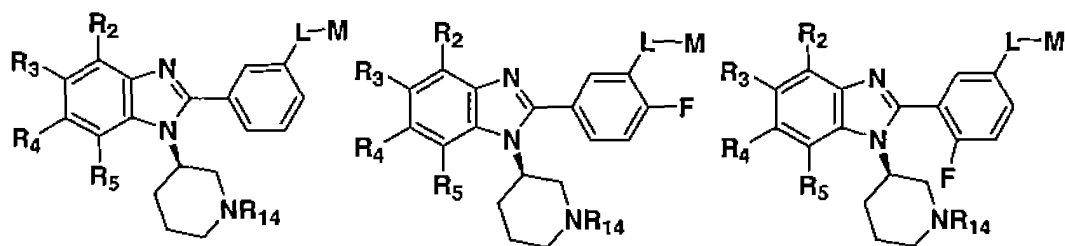
M is a substituent capable of complexing with a deacetylase catalytic site and/or a metal ion;
and

L is a substituent providing between 0-10 atoms separation between the M substituent and the remainder of the compound.

110. (Original) A compound according to claim 109, wherein the compound comprises a formula selected from the group consisting of



111. (Original) A compound according to claim 109, wherein the compound comprises a formula selected from the group consisting of



112. (Original) A compound according to claim 109, wherein R_{14} comprises a member selected from the group consisting of hydrogen and a substituent that is convertible *in vivo* to hydrogen.
113. (Original) A compound according to claim 109, wherein R_{14} is a substituted or unsubstituted C_{1-6} alkyl.
114. (Original) A compound according to claim 109, wherein R_{14} is a substituted or unsubstituted $-C(O)C_{1-6}$ alkyl.
115. (Original) A compound according to claim 109, wherein R_{14} is selected from the group consisting of H, methyl, ethyl, propyl, isopropyl, butyl, acetyl, and BOC.
116. (Currently amended) A compound according to claim 109, wherein at least one of R_2 , R_3 , R_4 , or R_5 is ~~fluorine~~ fluoro.

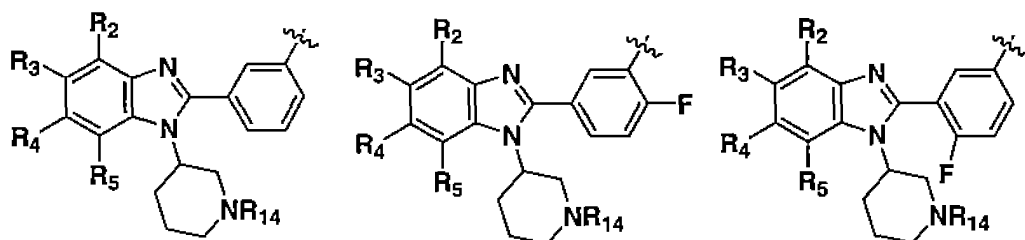
-
- Chemical structures of various functional groups:
- Hydroxamic acid: R-C(=O)N-OH
 - Sulfonamide: R-S(=O)(=O)N-OH
 - 2-aminobenzamide: R-C(=O)Nc1ccccc1N
 - 2-hydroxybenzamide: R-C(=O)Nc1ccccc1O
 - Oxime: R-C(=O)N=O
 - Thioamide: R-C(=O)Nc1ccsc1
 - Thiol: R-C(=O)SH
 - Alcohol: R-C(=O)OH
 - Ketone: R-C(=O)R'
 - Aldehyde: R-C(=O)H
 - Epoxide: R-C(=O)C1OC1

- CC(=C)C(=O)NO

- $$Z-O-L-M$$

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Z-Q- is selected from the group consisting of



wherein

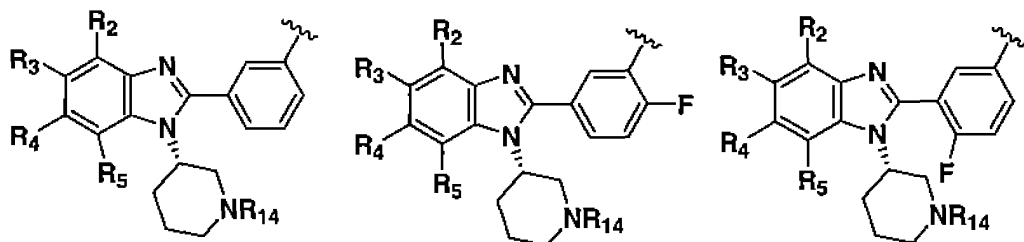
R₂, R₃, R₄, and R₅ are each independently selected from the group consisting of hydrogen, halo, (C₁₋₁₀)alkyl, (C₁₋₁₀)alkoxy, (C₅₋₁₂)aryl, hetero(C₅₋₁₂)aryl, aminosulfonyl, (C₁₋₁₀)alkylsulfonyl, (C₅₋₁₂)arylsulfonyl, hetero(C₂₋₁₀)arylsulfonyl, (C₅₋₁₂)aryloxy, hetero(C₅₋₁₂)aryloxy, (C₅₋₁₂)arylalkyl, hetero(C₂₋₁₀)arylalkyl, amino, thio, cyano, nitro, and a carbonyl group, each substituted or unsubstituted;

R₁₄ is selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, and a carbonyl group, each substituted or unsubstituted;

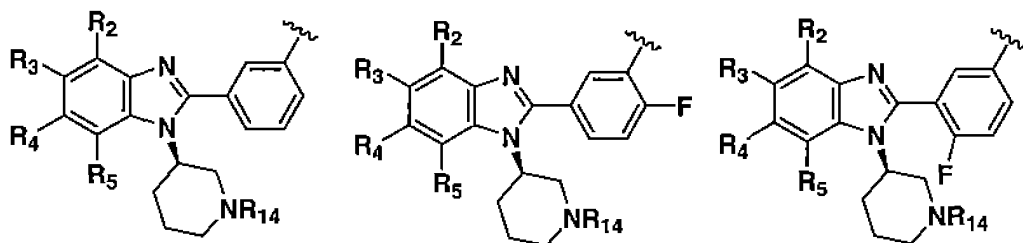
M is a substituent capable of complexing with a deacetylase catalytic site and/or a metal ion;
and

L is a substituent providing between 2-10 atoms separation between the M substituent and the Q substituent.

122. (Original) A compound according to claim 121, wherein the compound comprises a formula selected from the group consisting of

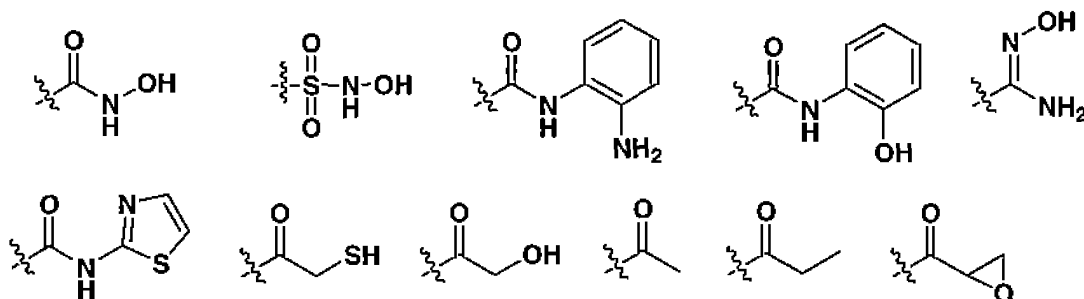


123. (Original) A compound according to claim 121, wherein the compound comprises a formula selected from the group consisting of

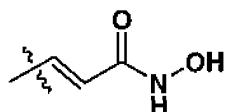


124. (Original) A compound according to claim 121, wherein R₁₄ comprises a member selected from the group consisting of hydrogen and a substituent that is convertible *in vivo* to hydrogen.
125. (Original) A compound according to claim 121, wherein R₁₄ is a substituted or unsubstituted C₁₋₆ alkyl.
126. (Original) A compound according to claim 121, wherein R₁₄ is a substituted or unsubstituted -C(O)C₁₋₆ alkyl.
127. (Original) A compound according to claim 121, wherein R₁₄ is selected from the group consisting of H, methyl, ethyl, propyl, isopropyl, butyl, acetyl, and BOC.
128. (Currently amended) A compound according to claim 121, wherein at least one of R₂, R₃, R₄, or R₅ is ~~fluorine~~ fluoro.
129. (Original) A compound according to claim 121, wherein M comprises a member selected from the group consisting of trifluoroacetyl (-C(O)-CF₃), -NH-P(O)OH-CH₃, sulfonamides (-SO₂NH₂), hydroxysulfonamides (-SO₂NHOH), thiols(-SH), and carbonyl groups having the formula -C(O)-R₁₃ wherein R₁₃ is hydroxylamino, hydroxyl, amino, alkylamino, or an alkoxy group.

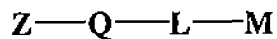
130. (Original) A compound according to claim 121, wherein M is selected from the group consisting of:



131. (Original) A compound according to claim 121, wherein M comprises a hydroxamic acid moiety.
132. (Original) A compound according to claim 121, wherein -L-M is

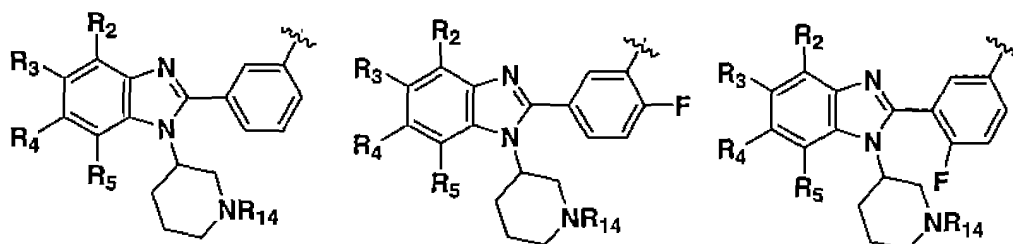


133. (Currently amended) A compound comprising the formula:



wherein

Z-Q- is selected from the group consisting of

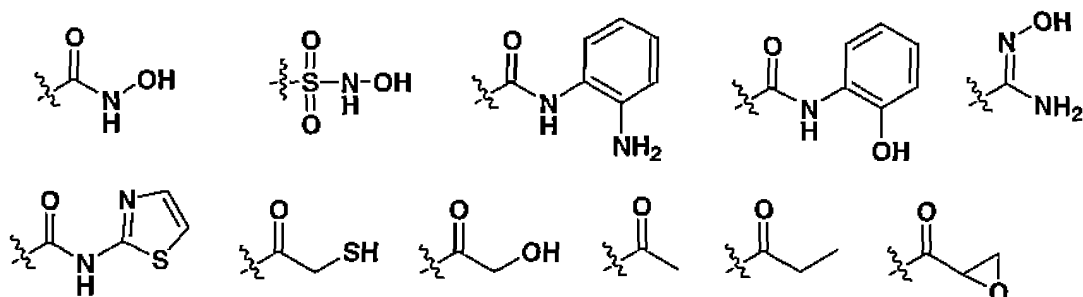


wherein

R_2 , R_3 , R_4 , and R_5 are each independently selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, cyano, and nitro;

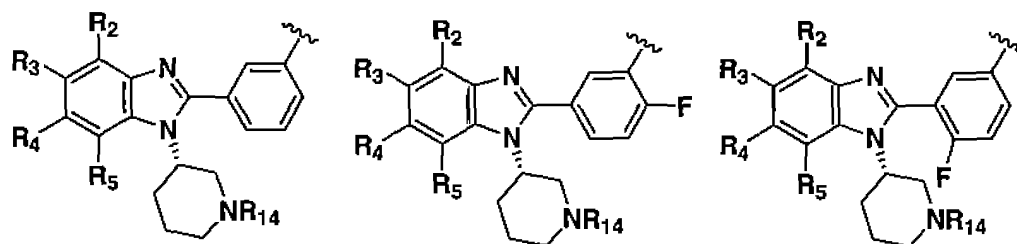
R_{14} is selected from the group consisting of hydrogen, halo, alkyl, alkoxy, aryl, heteroaryl, aminosulfonyl, alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, aryloxy, heteroaryloxy, arylalkyl, heteroarylalkyl, amino, and a carbonyl group, each substituted or unsubstituted;

M is selected from the group consisting of

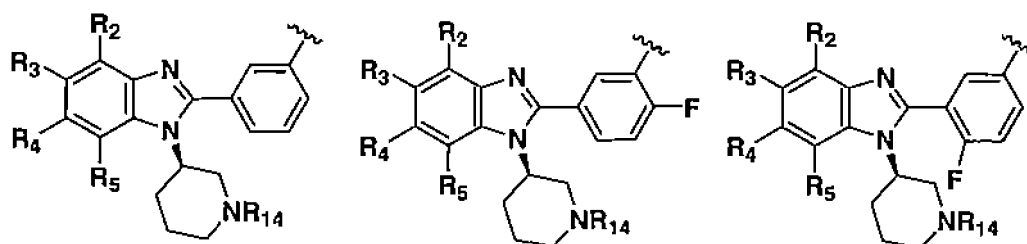


and L is E, Z or mixtures of E/Z -CH₂=CH₂-.

134. (Original) A compound according to claim 133, wherein the compound comprises a formula selected from the group consisting of



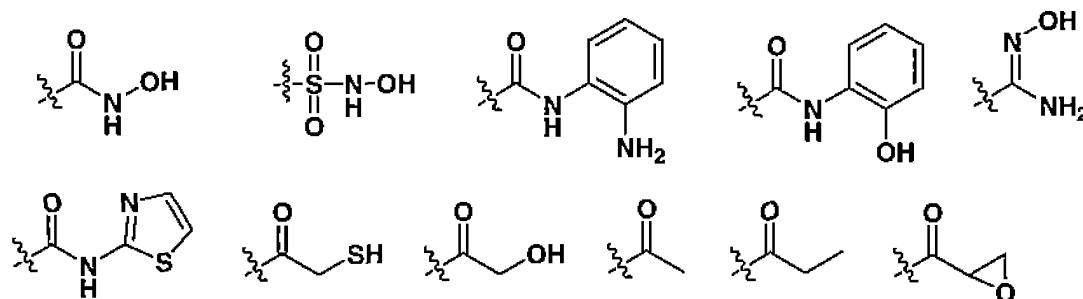
135. (Original) A compound according to claim 133, wherein the compound comprises a formula selected from the group consisting of



136. (Original) A compound according to claim 133, wherein R_{14} comprises a member selected from the group consisting of hydrogen and a substituent that is convertible *in vivo* to hydrogen.
137. (Original) A compound according to claim 133, wherein R_{14} is a substituted or unsubstituted C_{1-6} alkyl.
138. (Original) A compound according to claim 133, wherein R_{14} is a substituted or unsubstituted $-C(O)C_{1-6}$ alkyl.
139. (Original) A compound according to claim 133, wherein R_{14} is selected from the group consisting of H, methyl, ethyl, propyl, isopropyl, butyl, acetyl, and BOC.
140. (Currently amended) A compound according to claim 133, wherein at least one of R_2 , R_3 , R_4 , or R_5 is ~~fluorine~~ fluoro.
141. (Original) A compound according to claim 133, wherein M comprises a member selected from the group consisting of trifluoroacetyl ($-C(O)-CF_3$), $-NH-P(O)OH-CH_3$, sulfonamides ($-SO_2NH_2$), hydroxysulfonamides ($-SO_2NHOH$), thiols($-SH$), and carbonyl

groups having the formula $-C(O)-R_{13}$ wherein R_{13} is hydroxylamino, hydroxyl, amino, alkylamino, or an alkoxy group.

142. (Original) A compound according to claim 133, wherein M is selected from the group consisting of:



143. (Original) A compound according to claim 133, wherein M comprises a hydroxamic acid moiety.

144. (Original) A compound according to claim 133, wherein -L-M is

